

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM574376

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
OPEN FARM INC.		04/30/2020	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	The Toronto-Dominion Bank		
<b>Street Address:</b>	55 King Street West		
<b>City:</b>	Toronto		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	M5K 1A2		
<b>Entity Type:</b>	Corporation: CANADA		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88743473	MORE GOOD IN EVERY BOWL	
<b>Registration Number:</b>	5841409	HUMANELY & SUSTAINABLY SOURCED	
<b>Registration Number:</b>	5288539	OPEN FARM	
<b>Registration Number:</b>	5179481	OPEN FARM	
<b>Registration Number:</b>	5343680	DO SOME GOOD	
<b>Registration Number:</b>	5283359	OPEN FARM	
<b>Registration Number:</b>	5243623	OPEN FARM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2163485474		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	216-348-5400		
<b>Email:</b>	ipmailbox@mcdonaldhopkins.com		
<b>Correspondent Name:</b>	McDonald Hopkins LLC		
<b>Address Line 1:</b>	600 Superior Avenue, East, Suite 2100		
<b>Address Line 4:</b>	Cleveland, OHIO 44114		
<b>ATTORNEY DOCKET NUMBER:</b>	33490-pending		
<b>NAME OF SUBMITTER:</b>	Kimberly Hefner		
<b>SIGNATURE:</b>	/Kimberly Hefner/		

OP \$190.00 88743473

<b>DATE SIGNED:</b>	04/30/2020
<b>Total Attachments: 5</b> source=8816774#page1.tif source=8816774#page2.tif source=8816774#page3.tif source=8816774#page4.tif source=8816774#page5.tif	

## Confirmation of Security Interest in Intellectual Property

This Confirmation of Security Interest in Intellectual Property dated A p r i l 30 , 2020 (this "**Confirmation**") is made by OPEN FARM INC., a corporation amalgamated under the laws of Ontario (the "**Debtor**") having an address at 170 Bedford Road Suite 300, Toronto, Ontario M5R 2K9 CA.

**WHEREAS**, the Debtor owns the intellectual property identified in Schedule 1 of this Confirmation, as well as all registrations and applications for intellectual property identified therein and any underlying goodwill associated therewith (collectively, the "**Intellectual Property**").

**WHEREAS**, the Debtor has executed a demand operating facility agreement dated as of March 13, 2020 (as amended, restated, amended and restated, replaced or otherwise modified from time to time, the "**Security Agreement**") in favour of The Toronto-Dominion Bank (the "**Lender**") having an address at 55 King Street West, Toronto, Ontario M5K 1A2, pursuant to which the Debtor has granted to the Lender a security interest in certain property, including the Intellectual Property.

**NOW THEREFORE**, in consideration of the mutual covenants and agreements set forth in the Security Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Debtor hereby confirms that it has granted a continuing security interest in the Intellectual Property to the Lender.

IN WITNESS WHEREOF, the Debtor has executed the Confirmation as of the date first written above.

OPEN FARM INC.

170 Bedford Road Suite 300, Toronto, Ontario  
M5R 2K9 CA


By 


Name: Isaac Langleben

Title: CEO


**SCHEDULE 1**  
**The Intellectual Property**

**CANADIAN TRADEMARKS**

No.	Citation	Status	Owner Name	Claims (CA)	Next Renewal Date
1	HUMANELY & SUSTAINABLY SOURCED	Formalized (Pending) <b>App</b> 27-MAR-2019 <b>App</b> 1953852	OPEN FARM INC.	<b>Priority Information:</b> Priority Filing: September 27, 2018 on wares marked (1) <b>Proposed Use Information:</b> Proposed use in CANADA on wares marked (1)	
<b>Wares and Services</b> (1) Pet food; edible pet treats					
2	ETHICALLY SOURCED FROM FARM TO BOWL	Registered <b>App</b> 25-NOV-2016 <b>App</b> 1811252 <b>Reg</b> 07-OCT-2019 <b>Reg</b> TMA1057687	Open Farm Inc.	<b>Proposed Use Information:</b> Proposed use in CANADA on wares marked (1) (2)	07-OCT-2029
<b>Wares and Services</b> (1) Printed materials, namely books, magazines and pamphlets in the field of pet care and pet products (2) Pet food, namely, cat and dog food and edible treats for dogs					
3	FARM TO BOWL	Registered <b>App</b> 25-NOV-2016 <b>App</b> 1811256 <b>Reg</b> 07-OCT-2019 <b>Reg</b> TMA1057689	Open Farm Inc.	<b>Proposed Use Information:</b> Proposed use in CANADA on wares marked (1) (2) on services (1)	07-OCT-2029
<b>Wares and Services</b> (1) Printed materials, namely books, magazines and pamphlets in the field of pet care and pet products (2) Pet food, namely, cat and dog food and edible treats for dogs. (1) Operation of a website for disseminating information in the field of pet care and pet products					
4	OPEN FARM logo 	Registered <b>App</b> 01-MAR-2016 <b>App</b> 1770266 <b>Reg</b> 14-NOV-2016 <b>Reg</b> TMA955216	Open Farm Inc.	<b>Declaration of Use Information:</b> Declaration of use filed November 07, 2016 on wares marked (1)	14-NOV-2031
<b>Wares and Services</b> (1) Pet products, namely, edible treats for dogs.					

No.	Citation	Status	Owner Name	Claims (CA)	Next Renewal Date
5	OPEN FARM	Registered <b>App</b> 05-OCT-2015 <b>App</b> 1748963 <b>Reg</b> 17-NOV-2016 <b>Reg</b> TMA955618	Open Farm Inc.	<b>Declaration of Use Information:</b> Declaration of use filed November 07, 2016on wares marked (1) (2)	17-NOV-2031
<b>Wares and Services</b> (1) Printed materials, namely pamphlets in the field of pet care and pet products (2) Pet food, namely, cat food and edible treats for dogs.					
6	DO SOME GOOD	Registered <b>App</b> 05-OCT-2015 <b>App</b> 1748964 <b>Reg</b> 17-NOV-2016 <b>Reg</b> TMA955617	Open Farm Inc.	<b>Declaration of Use Information:</b> Declaration of use filed November 07, 2016on wares marked (1) (2)	17-NOV-2031
<b>Wares and Services</b> (1) Printed materials, namely pamphlets in the field of pet care and pet products. (2) Pet food, namely, cat food, and edible treats for dogs.					
7	OPEN FARM Logo 	Registered <b>App</b> 04-NOV-2014 <b>App</b> 1701066 <b>Reg</b> 24-MAR-2016 <b>Reg</b> TMA932600	Open Farm Inc.	<b>First Use Information:</b> Used in CANADA since November 03, 2014on wares marked (1) on services (1) <b>Declaration of Use Information:</b> Declaration of use filed March 01, 2016on wares marked (2)	24-MAR-2031
<b>Wares and Services</b> (1) Pet food, namely, dog food; Printed materials in the field of pet care and pet products (2) Pet food, namely, cat food. (1) Operation of a website for disseminating information in the field of pet products and pet care					
8	DO SOME GOOD	Registered <b>App</b> 18-JUN-2014 <b>App</b> 1681849 <b>Reg</b> 19-OCT-2015 <b>Reg</b> TMA917406	Open Farm Inc.	<b>Declaration of Use Information:</b> Declaration of use filed October 05, 2015on wares marked (1) on services (1)	19-OCT-2030
<b>Wares and Services</b> (1) Pet food, namely, dog food. (1) Operation of a website for disseminating information in the field of pet products and pet care					
9	OPEN FARM	Registered <b>App</b> 25-NOV-2013 <b>App</b> 1653367 <b>Reg</b> 16-OCT-2015 <b>Reg</b> TMA917238	Open Farm Inc.	<b>Declaration of Use Information:</b> Declaration of use filed October 05, 2015on wares marked (1) on services (1)	16-OCT-2030
<b>Wares and Services</b> (1) Pet food, namely, dog food. (1) Operation of a website for disseminating information in the field of pet products and pet care.					

## UNITED STATES TRADEMARKS

No.	Citation	Status	Owner Name
1	MORE GOOD IN EVERY BOWL  MORE GOOD IN EVERY BOWL.	Pending Intent to Use <b>App</b> 31-DEC-2019 <b>App</b> 88743473	OPEN FARM INC. (Canada)
<b>Goods and Services</b> <b>INT. CL. 5</b> DIETARY PET SUPPLEMENTS IN THE FORM OF PET TREATS; DIETARY SUPPLEMENTS FOR ANIMALS <b>INT. CL. 31</b> PET FOOD; EDIBLE PET TREATS			
2	HUMANELY & SUSTAINABLY SOURCED  HUMANELY & SUSTAINABLY SOURCED	Registered Supplemental Register <b>App</b> 27-SEP-2018 <b>App</b> 88134996 <b>Reg</b> 20-AUG-2019 <b>Reg</b> 5841409	OPEN FARM, INC. (Canada)
<b>Goods and Services</b> <b>INT. CL. 31</b> PET FOOD; EDIBLE PET TREATS			
3	OPEN FARM  	Registered <b>App</b> 05-OCT-2015 <b>App</b> 86778458 <b>Reg</b> 19-SEP-2017 <b>Reg</b> 5288539	OPEN FARM, INC. (Canada)
<b>Goods and Services</b> <b>INT. CL. 31</b> EDIBLE TREATS FOR DOGS			
4	OPEN FARM  	Registered <b>App</b> 05-OCT-2015 <b>App</b> 86978952 <b>Reg</b> 11-APR-2017 <b>Reg</b> 5179481	OPEN FARM, INC. (Canada)
<b>Goods and Services</b> <b>INT. CL. 31</b> (BASED ON USE IN COMMERCE) PET FOOD, NAMELY, DOG FOOD; (BASED ON 44(E)) CAT FOOD			
5	DO SOME GOOD  Do Some Good	Registered Section 44(D) <b>App</b> 24-JUL-2014 <b>App</b> 86347676 <b>Reg</b> 28-NOV-2017 <b>Reg</b> 5343680	OPEN FARM, INC. (Canada)
<b>Goods and Services</b> <b>INT. CL. 31</b> PET FOOD, NAMELY, DOG FOOD AND CAT FOOD; EDIBLE TREATS FOR DOGS			

No.	Citation	Status	Owner Name
6	OPEN FARM  OPEN FARM	Registered Section 44(D) <b>App</b> 20-DEC-2013 <b>App</b> 86150076 <b>Reg</b> 12-SEP-2017 <b>Reg</b> 5283359	OPEN FARM, INC. (Canada)
<b>Goods and Services</b> <b>INT. CL. 31</b> CAT FOOD; CAT TREATS; DOG TREATS; PET TREATS			
7	OPEN FARM  OPEN FARM	Registered Section 44(D) <b>App</b> 20-DEC-2013 <b>App</b> 86150112 <b>Reg</b> 18-JUL-2017 <b>Reg</b> 5243623	OPEN FARM, INC. (Canada)
<b>Goods and Services</b> <b>INT. CL. 16</b> PRINTED MATERIALS, NAMELY, PERIODICALS, NEWSLETTERS, ARTICLES AND BROCHURES IN THE FIELD OF PET CARE AND PET PRODUCTS			